

9-100

RECORDATION COVER SHEET
TRADEMARKS ONLY

09-21-2000

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OMB No. 0651-0011 (exp. 4/94)



To the Honorable Commissioner of Patents and Trademarks: Please record the a

101465421

1. Name of conveying party(ies): MRD
U.S. Bancorp Republic Commercial Finance, Inc.
f/k/a Republic Acceptance Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Minnesota
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Delicious Brands, Inc.
Internal Address: _____
Street Address: 2070 Maple Street
City: Des Plaines State: Illinois ZIP: 60018

Individual(s) _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Discharge of Recorded Security Interest

Execution Date: June 5, 2000

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached Yes No

4. Application number(s) or trademark number(s):
A. Trademark Application No.(s) See attached list

Additional numbers attached? Yes No

B. Trademark Registration No.(s): See attached list
2283711

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Devan V. Padmanabhan
Internal Address: Dorsey & Whitney LLP

Street Address: 220 South Sixth Street

City: Minneapolis State: MN ZIP 55402

6. Total Number of applications and registrations involved: 62

7. Total fee (37 CFR 3.41). \$ 1,565.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
04-1420
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Devan V. Padmanabhan Devan V. Padmanabhan June 20, 2000
Name of person Signing Signature (Reg. No. 38,262) Date

Total number of pages comprising cover sheet: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

07/18/2000 NTM11 00000063 2283711

01 FC:481
02 FC:482

40.00 IP
1525.00 IP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

09/20/2000 NTM11
01 FC:482
00000378 2283711
25.00 IP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20531, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>
Double Cremes	2283711	October 5, 1999	May 1, 1997
Simply Delicious	Application #74643270	-----	March 7, 1995
Delicious Plus	Application #74666142	-----	April 24, 1995
Santa's Favorites	2263790	July 20, 1999	June 8, 1998
(miscellaneous design for butter cookie)	Application #75361740	-----	September 23, 1997
Taste the Fun	Application #75243717	-----	February 18, 1997
Sky Crisps	Application #75508874	-----	June 25, 1998
Dr. Sport	Application #75565195	-----	October 5, 1998
Delicious	1582820	February 13, 1990	October 3, 1988
The Good For You Cookie	1546643	July 4, 1989	November 7, 1988
Fruitons	1648257	June 18, 1991	July 3, 1989
Regency	1640703	April 9, 1991	May 23, 1990
Fruitins	1618960	October 23, 1990	November 6, 1989
R. W. Frookie	1561226	October 17, 1989	February 9, 1989
Frackers	1612252	September 4, 1990	December 21, 1989
Delicious	1400783	July 8, 1986	June 3, 1985

(miscellaneous design)	1861521	November 1, 1994	September 7, 1993
Frisps	1859230	October 18, 1994	February 1, 1993
Frookie	1555978	September 12, 1989	January 11, 1989
Dream Creams	1868948	December 20, 1994	February 10, 1993
Frookies	1520007	January 10, 1989	April 30, 1987
Brands You Trust- Cookies You Love!	1929849	October 24, 1995	October 31, 1994
The Chip That Loves To Dip!	2046396	March 18, 1997	December 27, 1994
Mama's	0439154	June 8, 1948	August 6, 1945
Salerno	1188855	February 2, 1982	December 8, 1980
Devilmint	0434589	November 25, 1947	October 30, 1946
Salerno	1179423	November 24, 1981	December 8, 1980
Angel Cake	0922608	October 19, 1971	September 8, 1969
N/A	0177169	N/A	N/A
Cookie Legends	1867742	December 13, 1994	August 19, 1993
Salerno	0607363	June 14, 1955	February 17, 1954
Salerno	0080860 (Illinois State Registration)	N/A	N/A
Lemon Punch	0836408	October 3, 1967	August 29, 1966
Orange Punch	0836407	October 3, 1967	August 29, 1966
Scooter Pie	0834843	September 5, 1967	October 7, 1964
Pink Punch	0841713	January 2, 1968	August 29, 1966
Scooter-Puffs	0858047	October 1, 1968	April 23, 1968
Lickity Splits	0845572	March 5, 1968	October 9, 1967
Lickity Splits	0865885	March 4, 1969	June 12, 1968
Slapstix	0810508	June 28, 1966	September 3, 1965

Bananaramas	1866524	December 6, 1994	August 9, 1993
Burry's Cheez*Traws	0809349	May 31, 1966	July 5, 1963
(miscellaneous design)	2132678	January 27, 1998	February 26, 1997
Fiddle Flakes	0810843	July 5, 1966	May 4, 1965
Mama's	2106597	October 21, 1997	May 29, 1996
Two Pounder	2085100	July 29, 1997	May 29, 1996
Sugar Rings	1849726	August 9, 1994	May 12, 1993
Coco Chip Rings	1849725	August 9, 1994	May 12, 1993
Royales	1795175	September 28, 1993	January 12, 1993
Lemon Rings	1849727	August 9, 1994	May 12, 1993
Oatmeal Raisin Rings	1849728	August 9, 1994	May 12, 1993
Frookitas	1853242	September 6, 1994	February 19, 1993
Fudge Town	0808624	May 17, 1966	July 30, 1965
We're More Than Bakers. We're Business Makers	1218575	November 30, 1982	December 28, 1981
Royal	0652140	September 24, 1957	March 23, 1955
Salerno	2071628	June 17, 1997	May 29, 1996
Frookaroons	1949533	January 16, 1996	February 28, 1994
Crispystix	2211961	December 15, 1998	January 9, 1997
Salerno	2187261	September 8, 1998	February 18, 1997
Funky Monkeys	1742432	December 22, 1992	July 19, 1990
Frilla	1914236	August 22, 1995	September 17, 1990
One Pounder	2322621	February 22, 2000	April 21, 1999
Frook Wheats	1809421	December 7, 1993	December 17, 1992

DISCHARGE OF RECORDED SECURITY INTEREST

WHEREAS, by a Collateral Assignment of Trademarks dated March 24, 1999 (the "Security Agreement"), Delicious Brands, Inc. ("Delicious") granted a security interest in the United States trademarks listed in Exhibit A attached hereto (the "Collateral") to U.S. Bancorp Republic Commercial Finance, Inc. f/k/a Republic Acceptance Corporation (hereinafter referred to as the "Secured Party"), in order to secure repayment of certain amounts then owing to the Secured Party (herein called the "Indebtedness").

AND WHEREAS the Security Agreement was recorded on April 14, 1999 in United States Patent and Trademark Office (herein referred to as the "U.S. Patent Office") and such recordation is located on Reel 001881 at Frame 0296 of the U.S. Patent Office.

NOW THEREFORE, to all who it may concern be it known that for and in consideration of the payment to the Secured Party of the full amount of the Indebtedness, which payment is hereby acknowledged, the Secured Party hereby (a) releases and discharges all the security interests granted by the Security Agreement listed in Exhibit A attached hereto, including the security interests granted in the Collateral and (b) acknowledges, confirms and agrees that the Security Agreement is discharged, released and terminated and is of no further force or effect.

Executed at U.S. Bank Place
Minneapolis, MN this 5th day of June, 2000.

U.S. Bancorp Republic Commercial Finance, Inc.

By: Christopher J. SchAAF
(Authorized signatory)
CHRISTOPHER J. SCHAAF
By Its: VICE PRESIDENT
(Print name and title)

EXHIBIT A

TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>
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DORSEY & WHITNEY LLP

9-1-00

RECORDED - 20 9: 25
UNRECORDED

MINNEAPOLIS
NEW YORK
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DENVER
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DES MOINES
ANCHORAGE
LONDON
COSTA MESA

PILLSBURY CENTER SOUTH
220 SOUTH SIXTH STREET
MINNEAPOLIS, MINNESOTA 55402-1498
TELEPHONE: (612) 340-2600
FAX: (612) 340-2868

DEVAN V. PADMANABHAN
(612) 343-7990
FAX (612) 340-8856
padmanabhan.devan@dorseyllaw.com

BILLINGS
GREAT FALLS
MISSOULA
BRUSSELS
FARGO
HONG KONG
ROCHESTER
SALT LAKE CITY
VANCOUVER

September 1, 2000

BY EXPRESS MAIL

U.S. Patent and Trademark Office
Assignment Division
Box Assignments, CG-4
1213 Jefferson Davis Highway
Suite 320
Washington, D.C. 20231

Re: Resubmission of Discharge of Recorded Security Agreement Due To Insufficient Fee
Patent Office Document I.D. No.: 101406127A
Our File: 0207.ASG

Dear Sir:

Enclosed please find the following documents which we are resubmitting for recordal due to insufficient fee:

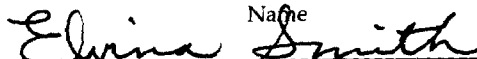
1. Notice of Non-Recordation of Document dated August 23, 2000;

Express Mail mailing label number EL386804116US
Date of Deposit September 1, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to U.S. Patent and Trademark Office, Assignment Division, Box Assignments, CG-4, 1213 Jefferson Davis Highway, Suite 320, Washington, D.C. 20231

Elvina Smith

Name



Signature

TRADEMARK
REEL: 002131 FRAME: 0574

DORSEY & WHITNEY LLP

U.S. Patent and Trademark Office

September 1, 2000

Page 2

2. Original Recordation Cover Sheet-Trademarks Only executed on June 20, 2000;
3. Original Discharge of Recorded Security Interest;
4. Our check in the amount of \$25.00 for the additional fee required.

It is our understanding that because the enclosed Discharge of Recorded Security Interest has been resubmitted within the 30-day time limit allowed under 37 CFR §3.51 that the original date of filing of this document will be maintained.

We have also enclosed a self-addressed postcard upon which the stamped date of receipt would be appreciated. If the amount of the check is for any reason insufficient, please charge any additional amount to Deposit Account No. 04-1420.

Sincerely,



Devan V. Padmanabhan

DVP:cal
Enclosures

DORSEY & WHITNEY LLP

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NEW YORK
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DENVER
WASHINGTON, D.C.
DES MOINES
ANCHORAGE
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COSTA MESA

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Elvina Smith

Elvina Smith
Name
Signature

TRADEMARK
REEL: 002131 FRAME: 0576

DORSEY & WHITNEY LLP

U.S. Patent and Trademark Office

September 1, 2000

Page 2

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Enclosures